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Tarrant County Texas

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Mary Louise Garrison

PGS 3 \$24.00

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVERS' LICENSE NUMBER

**SECOND AMENDMENT AND RATIFICATION OF
OIL, GAS AND MINERAL LEASE AND
MEMORANDUM OF OIL, GAS AND MINERAL LEASE**

**STATE OF TEXAS §
COUNTY OF TARRANT §**

WHEREAS, Wanda Smith, as Lessor, heretofore executed an Oil, Gas and Mineral Lease dated February 26, 2007 to Glencrest Resources, LLC, a Texas limited liability company, as Lessee, recorded as an Amendment, Ratification, Reinstatement, and Memorandum of Oil, Gas and Mineral Lease at Clerk Document No. D208305772, Official Public Records, Tarrant County, Texas.

WHEREAS, XTO Energy, Inc., ("Lessee") a Delaware corporation, whose address is 810 Houston Street, Fort Worth, Texas 76102, is the successor in interest to Glencrest Resources, LLC, a Texas limited liability company, as such transfer of ownership is reflected of record in Tarrant County, Texas.

NOW, THEREFORE, in consideration of the premises leased herein, the receipt and sufficiency of which is hereby acknowledged, Anthony Shane Smith, a single person, Sheila Kay Hill, married person dealing in her separate property and Buddy Ray Smith, a single person, being all the heirs of Buddy L. Smith, deceased do hereby Adopt, Ratify and Confirm the Lease and all of its Terms and Provisions, as if herein set out in its entirety, and do hereby Grant, Lease, Demise and Let said lands and premises unto XTO Energy Inc., Lessee, as fully and completely as if Owner(s) had originally been named as Lessor(s) in said Lease, and had executed, acknowledged, and delivered the same in its own proper person(s).

Further, Lessors, do hereby agree and declare that the Lease, in all of its terms and provisions, including any amendments, is a valid and subsisting Oil and Gas Lease, and shall be binding upon them and shall inure to the benefit of the parties thereto, their successors and assigns.

IN WITNESS WHEREOF, this instrument has been executed on the respective date of the acknowledgment below, but shall be effective, however, as of February 26, 2007, the date of the Lease.

This document is executed in DUPLICATE ORIGINALS for the purpose of signatures and acknowledgments in Counterparts and shall be construed the same as though all signatures are on the same page. The completed signatures and acknowledgments shall be grouped into one document and then filed for record.

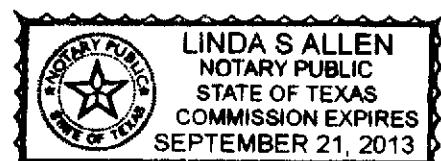
LESSORS:

Anthony Shane Smith
Anthony Shane Smith, a single person

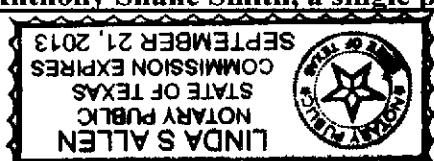
Address: 5013 Kessler
Ft. Worth, TX 76114

ACKNOWLEDGMENT

THE STATE OF TEXAS
COUNTY OF TARRANT



This instrument was acknowledged before me on the 24 day of JAN, 2011, by Anthony Shane Smith, a single person.



Linda Allen
Notary Public, State of Texas

Sheila Kay Hill

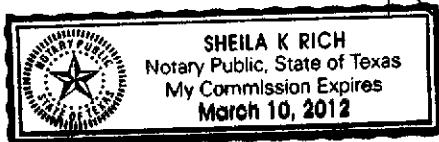
Sheila Kay Hill, a married person dealing in her separate property

Address: 228 NE Brushy Mound Rd.
Burleson, TX 76028

ACKNOWLEDGMENT

THE STATE OF TEXAS
COUNTY OF TARRANT

This instrument was acknowledged before me on the 10th day of FEBRUARY,
2011, by Sheila Kay Hill, a married person dealing in her separate property.




Notary Public, State of Texas

Buddy R. Smith
Buddy Ray Smith, a single person

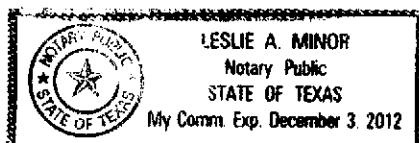
Address: 5852 Carb Dr.
Ft. Worth, TX 76114

ACKNOWLEDGMENT

THE STATE OF TEXAS
COUNTY OF TARRANT

This instrument was acknowledged before me on the 11th day of February,
2011, by Buddy Ray Smith, a single person.

Leslie A. Minor
Notary Public, State of Texas



Return to: Bryson G. Kuba
6127 Green Jacket Dr.
Apt. # 1136
Fort Worth, TX 76137